IN THE CLAIMS

- (Currently amended) A speaker system <u>disposed within a telephone set</u>, comprising:
- a first of a pair of left and right loudspeakers coupled with a first enclosure configured to have a first frequency response at an ear reference point, that includes an anti-resonance: and

at least one further a second of said pair of left and right loudspeakers coupled with a corresponding further enclosure that is smaller than said first loudspeaker enclosure and is configured to have a further frequency response at said ear reference point, including a resonance that overlaps and compensates for said anti-resonance, such that said first and further loudspeakers provide a substantially flat combined frequency response.

- (Original) The speaker system of claim 1, wherein at least one of said first and further loudspeaker enclosures is ported to provide enhanced low frequency response.
- 3. (Currently amended) The speaker system of claim 1, wherein each of said first and further loudspeaker enclosures comprises a front cover with an opening, an acoustically transparent grill mounted in said opening, a gasket for securing said grill in place and supporting a said respective first and second of said pair of loudspeakers, and a rear cover, so that at-least one of said first and further loudspeaker enclosures is are airtight and defined with a respective predetermined volumes.
- (Previously presented) The speaker system of claim 3, wherein said rear cover includes a bass-reflex port.
- (Original) The speaker system of claim 4, wherein the predetermined volume of said first loudspeaker enclosure is 60 cc and the predetermined volume of said further loudspeaker enclosure is 25 cc.
 - 6. (Canceled)